

Fill in this information to identify your case:

United States Bankruptcy Court for the:

CENTRAL DISTRICT OF CALIFORNIA

Case number (if known)

Chapter 11

☐ Check if this an  
amended filing

Official Form 201

**Voluntary Petition for Non-Individuals Filing for Bankruptcy**

04/20

If more space is needed, attach a separate sheet to this form. On the top of any additional pages, write the debtor's name and the case number (if known). For more information, a separate document, *Instructions for Bankruptcy Forms for Non-Individuals*, is available.

1. Debtor's name Heartwise Incorporation

2. All other names debtor  
used in the last 8 years  
Include any assumed  
names, trade names and  
doing business as names

DBA Heartwise Wonder Incorporation  
DBA Naturewise

3. Debtor's federal  
Employer Identification  
Number (EIN) 45-5252765

4. Debtor's address Principal place of business

2973 Harbor Blvd., #472  
Costa Mesa, CA 92626

Number, Street, City, State & ZIP Code

Orange  
County

Mailing address, if different from principal place of  
business

P.O. Box, Number, Street, City, State & ZIP Code

Location of principal assets, if different from principal  
place of business

Number, Street, City, State & ZIP Code

5. Debtor's website (URL) naturewise.com

6. Type of debtor

☒ Corporation (Including Limited Liability Company (LLC) and Limited Liability Partnership (LLP))

☐ Partnership (excluding LLP)

☐ Other. Specify: \_\_\_\_\_

Debtor Heartwise Incorporation  
Name

Case number (if known) \_\_\_\_\_

7. Describe debtor's business A. Check one:

- ☐ Health Care Business (as defined in 11 U.S.C. § 101(27A))  
☐ Single Asset Real Estate (as defined in 11 U.S.C. § 101(51B))  
☐ Railroad (as defined in 11 U.S.C. § 101(44))  
☐ Stockbroker (as defined in 11 U.S.C. § 101(53A))  
☐ Commodity Broker (as defined in 11 U.S.C. § 101(6))  
☐ Clearing Bank (as defined in 11 U.S.C. § 781(3))  
☒ None of the above

B. Check all that apply

- ☐ Tax-exempt entity (as described in 26 U.S.C. § 501)  
☐ Investment company, including hedge fund or pooled investment vehicle (as defined in 15 U.S.C. § 80a-3)  
☐ Investment advisor (as defined in 15 U.S.C. § 80b-2(a)(11))

C. NAICS (North American Industry Classification System) 4-digit code that best describes debtor.  
See <http://www.uscourts.gov/four-digit-national-association-naics-codes>.

8. Under which chapter of the Bankruptcy Code is the debtor filing? Check one:

- ☐ Chapter 7  
☐ Chapter 9

☒ Chapter 11. Check all that apply:

A debtor who is a "small business debtor" must check the first sub-box. A debtor as defined in § 1182(1) who elects to proceed under subchapter V of chapter 11 (whether or not the debtor is a "small business debtor") must check the second sub-box.

- ☐ The debtor is a small business debtor as defined in 11 U.S.C. § 101(51D), and its aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$2,725,625. If this sub-box is selected, attach the most recent balance sheet, statement of operations, cash-flow statement, and federal income tax return or if any of these documents do not exist, follow the procedure in 11 U.S.C. § 1116(1)(B).  
☐ The debtor is a debtor as defined in 11 U.S.C. § 1182(1), its aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$7,500,000, and it chooses to proceed under Subchapter V of Chapter 11. If this sub-box is selected, attach the most recent balance sheet, statement of operations, cash-flow statement, and federal income tax return, or if any of these documents do not exist, follow the procedure in 11 U.S.C. § 1116(1)(B).  
☐ A plan is being filed with this petition.  
☐ Acceptances of the plan were solicited prepetition from one or more classes of creditors, in accordance with 11 U.S.C. § 1126(b).  
☐ The debtor is required to file periodic reports (for example, 10K and 10Q) with the Securities and Exchange Commission according to § 13 or 15(d) of the Securities Exchange Act of 1934. File the Attachment to Voluntary Petition for Non-Individuals Filing for Bankruptcy under Chapter 11 (Official Form 201A) with this form.  
☐ The debtor is a shell company as defined in the Securities Exchange Act of 1934 Rule 12b-2.

☐ Chapter 12

9. Were prior bankruptcy cases filed by or against the debtor within the last 8 years?

- ☒ No.  
☐ Yes.

If more than 2 cases, attach a separate list.

District	_____	When	_____	Case number	_____
District	_____	When	_____	Case number	_____

10. Are any bankruptcy cases pending or being filed by a business partner or an affiliate of the debtor?

- ☒ No  
☐ Yes.

List all cases. If more than 1, attach a separate list

Debtor	_____	Relationship	_____
District	_____	When	_____
		Case number, if known	_____

Debtor **Heartwise Incorporation**  
Name

Case number (if known)

**11. Why is the case filed in this district?**

Check all that apply:

- ☒ Debtor has had its domicile, principal place of business, or principal assets in this district for 180 days immediately preceding the date of this petition or for a longer part of such 180 days than in any other district.
- ☐ A bankruptcy case concerning debtor's affiliate, general partner, or partnership is pending in this district.

**12. Does the debtor own or have possession of any real property or personal property that needs immediate attention?**

☒ No

☐ Yes.

Answer below for each property that needs immediate attention. Attach additional sheets if needed.

**Why does the property need immediate attention? (Check all that apply.)**

☐ It poses or is alleged to pose a threat of imminent and identifiable hazard to public health or safety.

What is the hazard?

☐ It needs to be physically secured or protected from the weather.

☐ It includes perishable goods or assets that could quickly deteriorate or lose value without attention (for example, livestock, seasonal goods, meat, dairy, produce, or securities-related assets or other options).

☐ Other

**Where is the property?**

Number, Street, City, State & ZIP Code

**Is the property insured?**

☐ No

☐ Yes. Insurance agency

Contact name

Phone

**Statistical and administrative information**

**13. Debtor's estimation of available funds**

Check one:

- ☒ Funds will be available for distribution to unsecured creditors.
- ☐ After any administrative expenses are paid, no funds will be available to unsecured creditors.

**14. Estimated number of creditors**

☒ 1-49

☐ 50-99

☐ 100-199

☐ 200-999

☐ 1,000-5,000

☐ 5001-10,000

☐ 10,001-25,000

☐ 25,001-50,000

☐ 50,001-100,000

☐ More than 100,000

**15. Estimated Assets**

☐ \$0 - \$50,000

☐ \$50,001 - \$100,000

☐ \$100,001 - \$500,000

☐ \$500,001 - \$1 million

☒ \$1,000,001 - \$10 million

☐ \$10,000,001 - \$50 million

☐ \$50,000,001 - \$100 million

☐ \$100,000,001 - \$500 million

☐ \$500,000,001 - \$1 billion

☐ \$1,000,000,001 - \$10 billion

☐ \$10,000,000,001 - \$50 billion

☐ More than \$50 billion

**16. Estimated liabilities**

☐ \$0 - \$50,000

☐ \$50,001 - \$100,000

☐ \$100,001 - \$500,000

☐ \$500,001 - \$1 million

☐ \$1,000,001 - \$10 million

☒ \$10,000,001 - \$50 million

☐ \$50,000,001 - \$100 million

☐ \$100,000,001 - \$500 million

☐ \$500,000,001 - \$1 billion

☐ \$1,000,000,001 - \$10 billion

☐ \$10,000,000,001 - \$50 billion

☐ More than \$50 billion

Debtor **Heartwise Incorporation**  
Name

Case number (if known)

**Request for Relief, Declaration, and Signatures**

**WARNING** -- Bankruptcy fraud is a serious crime. Making a false statement in connection with a bankruptcy case can result in fines up to \$500,000 or imprisonment for up to 20 years, or both. 18 U.S.C. §§ 152, 1341, 1519, and 3571.

**17. Declaration and signature  
of authorized  
representative of debtor**

The debtor requests relief in accordance with the chapter of title 11, United States Code, specified in this petition.

I have been authorized to file this petition on behalf of the debtor.

I have examined the information in this petition and have a reasonable belief that the information is true and correct.

I declare under penalty of perjury that the foregoing is true and correct.

Executed on **December 4, 2020**  
MM / DD / YYYY

X   
Signature of authorized representative of debtor  
Title **Chief Executive Officer**

**Tuong V. Nguyen**  
Printed name

**18. Signature of attorney**

X   
Signature of attorney for debtor

Date **December 4, 2020**  
MM / DD / YYYY

**Michael Jay Berger**  
Printed name

**Law Offices of Michael Jay Berger**  
Firm name

**9454 Wilshire Boulevard, 6th floor**  
**Beverly Hills, CA 90212**  
Number, Street, City, State & ZIP Code

Contact phone **(310) 271-6223**

Email address **michael.berger@bankruptcypower.com**

**100291 CA**  
Bar number and State

Fill in this information to identify the case:

Debtor name Heartwise Incorporation

United States Bankruptcy Court for the: CENTRAL DISTRICT OF CALIFORNIA

Case number (if known) \_\_\_\_\_

☐ Check if this is an  
amended filing

Official Form 202

**Declaration Under Penalty of Perjury for Non-Individual Debtors**

12/15

An individual who is authorized to act on behalf of a non-individual debtor, such as a corporation or partnership, must sign and submit this form for the schedules of assets and liabilities, any other document that requires a declaration that is not included in the document, and any amendments of those documents. This form must state the individual's position or relationship to the debtor, the identity of the document, and the date. Bankruptcy Rules 1008 and 9011.

**WARNING -- Bankruptcy fraud is a serious crime. Making a false statement, concealing property, or obtaining money or property by fraud in connection with a bankruptcy case can result in fines up to \$500,000 or imprisonment for up to 20 years, or both. 18 U.S.C. §§ 152, 1341, 1519, and 3571.**

**Declaration and signature**

I am the president, another officer, or an authorized agent of the corporation; a member or an authorized agent of the partnership; or another individual serving as a representative of the debtor in this case.


I have examined the information in the documents checked below and I have a reasonable belief that the information is true and correct:

- ☒ *Schedule A/B: Assets--Real and Personal Property* (Official Form 206A/B)
- ☒ *Schedule D: Creditors Who Have Claims Secured by Property* (Official Form 206D)
- ☒ *Schedule E/F: Creditors Who Have Unsecured Claims* (Official Form 206E/F)
- ☒ *Schedule G: Executory Contracts and Unexpired Leases* (Official Form 206G)
- ☒ *Schedule H: Codebtors* (Official Form 206H)
- ☒ *Summary of Assets and Liabilities for Non-Individuals* (Official Form 206Sum)
- ☐ Amended Schedule
- ☒ *Chapter 11 or Chapter 9 Cases: List of Creditors Who Have the 20 Largest Unsecured Claims and Are Not Insiders* (Official Form 204)
- ☐ Other document that requires a declaration \_\_\_\_\_

I declare under penalty of perjury that the foregoing is true and correct.

Executed on December 4, 2020

X

  
Signature of individual signing on behalf of debtor

Tuong V. Nguyen  
Printed name

Chief Executive Officer  
Position or relationship to debtor

Fill in this information to identify the case:

Debtor name **Heartwise Incorporation**  
United States Bankruptcy Court for the: **CENTRAL DISTRICT OF CALIFORNIA**  
Case number (if known): \_\_\_\_\_

☐ Check if this is an  
amended filing

**Official Form 204**

**Chapter 11 or Chapter 9 Cases: List of Creditors Who Have the 20 Largest Unsecured Claims and Are Not Insiders**

12/15

A list of creditors holding the 20 largest unsecured claims must be filed in a Chapter 11 or Chapter 9 case. Include claims which the debtor disputes. Do not include claims by any person or entity who is an insider, as defined in 11 U.S.C. § 101(31). Also, do not include claims by secured creditors, unless the unsecured claim resulting from inadequate collateral value places the creditor among the holders of the 20 largest unsecured claims.

Name of creditor and complete mailing address, including zip code	Name, telephone number and email address of creditor contact	Nature of claim (for example, trade debts, bank loans, professional services, and government contracts)	Indicate if claim is contingent, unliquidated, or disputed	Amount of claim If the claim is fully unsecured, fill in only unsecured claim amount. If claim is partially secured, fill in total claim amount and deduction for value of collateral or setoff to calculate unsecured claim.		
				Total claim, if partially secured	Deduction for value of collateral or setoff	Unsecured claim
Alpha House Research 2781 West Macarthur Blvd., Suite 34 Santa Ana, CA 92704		Services, payable in 30 days				\$1,099,230.67
American Express P O Box 650448 Dallas, TX 75265		Credit Card				\$16.95
Anthem Blue Cross P O Box 51011 Los Angeles, CA 90051		Insurance				\$682.00
California Bank and Trust Bankcard Center P O Box 30833 Salt Lake City, UT 84130-0833		Credit Card				\$14,826.59
Capital One P O Box 60599 City of Industry, CA 91716-0599		Credit Card Debt				\$61,006.00
Franchise Tax Board c/o General Counsel Section P O Box 1720, MS: A-260 Rancho Cordova, CA 95741-1720		Debtor pre-paid \$124,526.42 estimated taxes				Unknown
Internal Revenue Service (IRS) P O Box 7346 Philadelphia, PA 19101-7346		Estimated Taxes				\$292,836.00

Debtor **Heartwise Incorporation**  
Name

Case number (if known)

Name of creditor and complete mailing address, including zip code	Name, telephone number and email address of creditor contact	Nature of claim (for example, trade debts, bank loans, professional services)	Indicate if claim is contingent, unliquidated, or disputed	Amount of claim If the claim is fully unsecured, fill in only unsecured claim amount. If claim is partially secured, fill in total claim amount and deduction for value of collateral or setoff to calculate unsecured claim.		
				Total claim, if partially secured	Deduction for value of collateral or setoff	Unsecured claim
Martha Valentine c/o Gutride Safier LLP Seth A. Safier, Esq. 100 Pine Street, Ste 1250 San Francisco, CA 94111		Class Action Lasvuit filed with U.S. District Court, Northern District of California, Case N.: 4:20-cv-04302-JS W				\$0.00
Monumental 5010 SE Foster Rd, #86352 Portland, OR 97206		Marketing Services				\$5,000.00
PHD Studios 1968 Hutchins Circle Medford, OR 97504		Marketing Services				\$3,300.00
Premeo Financial Corp P O Box 19367 Kalamazoo, MI 49019		Insurance				\$2,846.81
Retain Exchange Network, Inc. 7071 Warner Ave., Ste #345 Huntington Beach, CA 92647		Professional Data Services				\$5,000.00
Rob Wilsey Creative Partners LLC 300 s. Raymond Ave., Ste 6 Pasadena, CA 91105		Marketing				\$10,298.66
Robinson Pharma, Inc. 3330 South Harbor Blvd. Santa Ana, CA 92704		An ongoing transactions to be paid in 30 days				\$940,863.90
State Board of Equalization P.O. Box 942879 Sacramento, CA 94279-8064		Taxes - included as a precaution				\$6,035.00
Steptoe & Johnson LLP 633 West Fifth Street Los Angeles, CA 90071		Legal Services				\$5,000.00
Tatyana Shykal 10625 Parrish St, Apt 223 Matthews, NC 28105		CS Contractor				\$2,500.00

Debtor **Heartwise Incorporation**  
Name

Case number (if known)

Name of creditor and complete mailing address, including zip code	Name, telephone number and email address of creditor contact	Nature of claim (for example, trade debts, bank loans, professional services,	Indicate if claim is contingent, unliquidated, or disputed	Amount of claim If the claim is fully unsecured, fill in only unsecured claim amount. If claim is partially secured, fill in total claim amount and deduction for value of collateral or setoff to calculate unsecured claim.		
				Total claim, if partially secured	Deduction for value of collateral or setoff	Unsecured claim
Trojan Law Offices Red Fox Plaza 9250 Wilshire Blvd., 325 Beverly Hills, CA 90212		Legal Services				\$28,248.00
Uline P O Box 88741 Chicago, IL 60680		Shipping Services				\$1,640.49
Vitamins Online Inc. Edgar R. Cataxinos MAGLEBY CATAXINOS & GREENWOOD 170 S MAIN ST STE 1100 Salt Lake City, UT 84101		Lawsuit filed for Trademark Infringement, with U.S. District Court of Utah (Central) Case No.: 2:13-cv-00982-DA K	Contingent Unliquidated Disputed			\$9,551,232.00



**United States Bankruptcy Court  
Central District of California**

In re Heartwise Incorporation

Debtor(s)

Case No.

Chapter 11

**LIST OF EQUITY SECURITY HOLDERS**

Following is the list of the Debtor's equity security holders which is prepared in accordance with rule 1007(a)(3) for filing in this Chapter 11 Case

Name and last known address or place of business of holder	Security Class	Number of Securities	Kind of Interest
David Paul Doyle 2973 Harbor Blvd. #472 Costa Mesa, CA 92626			49%
Tuong V. Nguyen 2973 Harbor Blvd., #472 Costa Mesa, CA 92626			51%

**DECLARATION UNDER PENALTY OF PERJURY ON BEHALF OF CORPORATION OR PARTNERSHIP**

I, the **Chief Executive Officer** of the corporation named as the debtor in this case, declare under penalty of perjury that I have read the foregoing List of Equity Security Holders and that it is true and correct to the best of my information and belief.

Date December 4, 2020

Signature

Tuong V. Nguyen

*Penalty for making a false statement of concealing property: Fine of up to \$500,000 or imprisonment for up to 5 years or both.  
18 U.S.C. §§ 152 and 3571.*

**STATEMENT OF RELATED CASES**  
**INFORMATION REQUIRED BY LBR 1015-2**  
**UNITED STATES BANKRUPTCY COURT, CENTRAL DISTRICT OF CALIFORNIA**

1. A petition under the Bankruptcy Act of 1898 or the Bankruptcy Reform Act of 1978 has previously been filed by or against the debtor, his/her spouse, his or her current or former domestic partner, an affiliate of the debtor, any copartnership or joint venture of which debtor is or formerly was a general or limited partner, or member, or any corporation of which the debtor is a director, officer, or person in control, as follows: (Set forth the complete number and title of each such of prior proceeding, date filed, nature thereof, the Bankruptcy Judge and court to whom assigned, whether still pending and, if not, the disposition thereof. If none, so indicate. Also, list any real property included in Schedule A/B that was filed with any such prior proceeding(s).)

None

2. (If petitioner is a partnership or joint venture) A petition under the Bankruptcy Act of 1898 or the Bankruptcy Reform Act of 1978 has previously been filed by or against the debtor or an affiliate of the debtor, or a general partner in the debtor, a relative of the general partner, general partner of, or person in control of the debtor, partnership in which the debtor is a general partner, general partner of the debtor, or person in control of the debtor as follows: (Set forth the complete number and title of each such prior proceeding, date filed, nature of the proceeding, the Bankruptcy Judge and court to whom assigned, whether still pending and, if not, the disposition thereof. If none, so indicate. Also, list any real property included in Schedule A/B that was filed with any such prior proceeding(s).)

None

3. (If petitioner is a corporation) A petition under the Bankruptcy Act of 1898 or the Bankruptcy Reform Act of 1978 has previously been filed by or against the debtor, or any of its affiliates or subsidiaries, a director of the debtor, an officer of the debtor, a person in control of the debtor, a partnership in which the debtor is general partner, a general partner of the debtor, a relative of the general partner, director, officer, or person in control of the debtor, or any persons, firms or corporations owning 20% or more of its voting stock as follows: (Set forth the complete number and title of each such prior proceeding, date filed, nature of proceeding, the Bankruptcy Judge and court to whom assigned, whether still pending, and if not, the disposition thereof. If none, so indicate. Also, list any real property included in Schedule A/B that was filed with any such prior proceeding(s).)

None

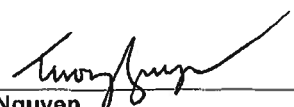
4. (If petitioner is an individual) A petition under the Bankruptcy Reform Act of 1978, including amendments thereof, has been filed by or against the debtor within the last 180 days: (Set forth the complete number and title of each such prior proceeding, date filed, nature of proceeding, the Bankruptcy Judge and court to whom assigned, whether still pending, and if not, the disposition thereof. If none, so indicate. Also, list any real property included in Schedule A/B that was filed with any such prior proceeding(s).)

None

I declare, under penalty of perjury, that the foregoing is true and correct.

Executed at Costa Mesa, California.

Date: December 4, 2020

  
\_\_\_\_\_  
Tuong V. Nguyen  
Signature of Debtor 1

\_\_\_\_\_  
Signature of Debtor 2

Fill in this information to identify the case:

Debtor name Heartwise Incorporation

United States Bankruptcy Court for the: CENTRAL DISTRICT OF CALIFORNIA

Case number (if known) \_\_\_\_\_

☐ Check if this is an  
amended filing

**Official Form 206Sum**  
**Summary of Assets and Liabilities for Non-Individuals**

12/15

**Part 1: Summary of Assets**

**1. Schedule A/B: Assets-Real and Personal Property** (Official Form 206A/B)

<b>1a. Real property:</b> Copy line 88 from <i>Schedule A/B</i> .....	\$ 0.00
<b>1b. Total personal property:</b> Copy line 91A from <i>Schedule A/B</i> .....	\$ 7,653,717.42
<b>1c. Total of all property:</b> Copy line 92 from <i>Schedule A/B</i> .....	\$ 7,653,717.42

**Part 2: Summary of Liabilities**

<b>2. Schedule D: Creditors Who Have Claims Secured by Property</b> (Official Form 206D) Copy the total dollar amount listed in Column A, <i>Amount of claim</i> , from line 3 of <i>Schedule D</i> .....	\$ 0.00
<b>3. Schedule E/F: Creditors Who Have Unsecured Claims</b> (Official Form 206E/F)	
<b>3a. Total claim amounts of priority unsecured claims:</b> Copy the total claims from Part 1 from line 5a of <i>Schedule E/F</i> .....	\$ 298,871.00
<b>3b. Total amount of claims of nonpriority amount of unsecured claims:</b> Copy the total of the amount of claims from Part 2 from line 5b of <i>Schedule E/F</i> .....	+\$ 11,731,692.07
<b>4. Total liabilities</b> ..... Lines 2 + 3a + 3b	\$ 12,030,563.07

Fill in this information to identify the case:

Debtor name Heartwise Incorporation

United States Bankruptcy Court for the: CENTRAL DISTRICT OF CALIFORNIA

Case number (if known) \_\_\_\_\_

☐ Check if this is an amended filing

Official Form 206A/B

**Schedule A/B: Assets - Real and Personal Property**

12/15

Disclose all property, real and personal, which the debtor owns or in which the debtor has any other legal, equitable, or future interest. Include all property in which the debtor holds rights and powers exercisable for the debtor's own benefit. Also include assets and properties which have no book value, such as fully depreciated assets or assets that were not capitalized. In Schedule A/B, list any executory contracts or unexpired leases. Also list them on *Schedule G: Executory Contracts and Unexpired Leases* (Official Form 206G).

Be as complete and accurate as possible. If more space is needed, attach a separate sheet to this form. At the top of any pages added, write the debtor's name and case number (if known). Also identify the form and line number to which the additional information applies. If an additional sheet is attached, include the amounts from the attachment in the total for the pertinent part.

For Part 1 through Part 11, list each asset under the appropriate category or attach separate supporting schedules, such as a fixed asset schedule or depreciation schedule, that gives the details for each asset in a particular category. List each asset only once. In valuing the debtor's interest, do not deduct the value of secured claims. See the instructions to understand the terms used in this form.

**Part 1: Cash and cash equivalents**

**1. Does the debtor have any cash or cash equivalents?**

☐ No. Go to Part 2.

☒ Yes Fill in the information below.

All cash or cash equivalents owned or controlled by the debtor

Current value of  
debtor's interest

**3. Checking, savings, money market, or financial brokerage accounts (Identify all)**  
Name of institution (bank or brokerage firm) Type of account Last 4 digits of account number

	Name of institution (bank or brokerage firm)	Type of account	Last 4 digits of account number	Current value of debtor's interest
3.1.	Chase Bank	Business Checking Account	8931	\$477,691.00

**4. Other cash equivalents (Identify all)**

**5. Total of Part 1.**

Add lines 2 through 4 (including amounts on any additional sheets). Copy the total to line 80.

**\$477,691.00**

**Part 2: Deposits and Prepayments**

**6. Does the debtor have any deposits or prepayments?**

☐ No. Go to Part 3.

☒ Yes Fill in the information below.

**7. Deposits, including security deposits and utility deposits**  
Description, including name of holder of deposit

	Description, including name of holder of deposit	Current value of debtor's interest
7.1.	Security deposit to Manufacture products and service marketing with Robinson Pharma Inc. They have the funds with this pharmaceutical company to manufacture and produce the vitamins	\$3,500,000.00

7.2.	Alpha House Research, security deposit to do the operation of the business and fulfillment of the operations, accounting, marketing, operation and fulfilment	\$700,000.00
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Debtor Heartwise Incorporation Case number (if known) \_\_\_\_\_  
Name

8. **Prepayments, including prepayments on executory contracts, leases, insurance, taxes, and rent**  
Description, including name of holder of prepayment

**Franchise Tax Board**  
8.1. **Pre-Payment of 2020 estimated taxes** **\$124,526.42**

9. **Total of Part 2.**  
Add lines 7 through 8. Copy the total to line 81.

**\$4,324,526.42**

**Part 3: Accounts receivable**

10. Does the debtor have any accounts receivable?

- ☐ No. Go to Part 4.  
☒ Yes Fill in the information below.

11. **Accounts receivable**

11a. 90 days old or less: 1,500,000.00 - 0.00 = ... **\$1,500,000.00**  
face amount doubtful or uncollectible accounts

12. **Total of Part 3.**  
Current value on lines 11a + 11b = line 12. Copy the total to line 82.

**\$1,500,000.00**

**Part 4: Investments**

13. Does the debtor own any investments?

- ☒ No. Go to Part 5.  
☐ Yes Fill in the information below.

**Part 5: Inventory, excluding agriculture assets**

18. Does the debtor own any inventory (excluding agriculture assets)?

- ☐ No. Go to Part 6.  
☒ Yes Fill in the information below.

General description	Date of the last physical inventory	Net book value of debtor's interest (Where available)	Valuation method used for current value	Current value of debtor's interest
19. <b>Raw materials</b> Liquid, remedies and supplies to make the vitamins, but there is no value to these products as they are too old to use or sell		<b>\$0.00</b>		<b>\$0.00</b>
20. <b>Work in progress</b>				
21. <b>Finished goods, including goods held for resale</b> Finished goods, vitamins that need to be shipped to Amazon		<b>\$0.00</b>		<b>\$1,350,000.00</b>

22. **Other inventory or supplies**

Debtor Heartwise Incorporation Case number (if known) \_\_\_\_\_  
Name

23. **Total of Part 5.**

Add lines 19 through 22. Copy the total to line 84.

**\$1,350,000.00**

24. **Is any of the property listed in Part 5 perishable?**

- ☒ No  
☐ Yes

25. **Has any of the property listed in Part 5 been purchased within 20 days before the bankruptcy was filed?**

- ☒ No  
☐ Yes. Book value \_\_\_\_\_ Valuation method \_\_\_\_\_ Current Value \_\_\_\_\_

26. **Has any of the property listed in Part 5 been appraised by a professional within the last year?**

- ☒ No  
☐ Yes

**Part 6: Farming and fishing-related assets (other than titled motor vehicles and land)**

27. **Does the debtor own or lease any farming and fishing-related assets (other than titled motor vehicles and land)?**

- ☒ No. Go to Part 7.  
☐ Yes Fill in the information below.

**Part 7: Office furniture, fixtures, and equipment; and collectibles**

38. **Does the debtor own or lease any office furniture, fixtures, equipment, or collectibles?**

- ☐ No. Go to Part 8.  
☒ Yes Fill in the information below.

General description	Net book value of debtor's interest (Where available)	Valuation method used for current value	Current value of debtor's interest
39. Office furniture 5 Desks, 5 chairs, 5 laptops, file cabinet	\$0.00		\$1,500.00

40. **Office fixtures**

41. **Office equipment, including all computer equipment and communication systems equipment and software**

42. **Collectibles** Examples: Antiques and figurines; paintings, prints, or other artwork; books, pictures, or other art objects; china and crystal; stamp, coin, or baseball card collections; other collections, memorabilia, or collectibles

43. **Total of Part 7.**

Add lines 39 through 42. Copy the total to line 86.

**\$1,500.00**

44. **Is a depreciation schedule available for any of the property listed in Part 7?**

- ☒ No  
☐ Yes

45. **Has any of the property listed in Part 7 been appraised by a professional within the last year?**

- ☒ No  
☐ Yes

**Part 8: Machinery, equipment, and vehicles**

46. **Does the debtor own or lease any machinery, equipment, or vehicles?**

- ☒ No. Go to Part 9.

Debtor **Heartwise Incorporation**  
Name

Case number (if known)

☐ Yes Fill in the information below.

**Part 9: Real property**

**54. Does the debtor own or lease any real property?**

☒ No. Go to Part 10.

☐ Yes Fill in the information below.

**Part 10: Intangibles and intellectual property**

**59. Does the debtor have any interests in intangibles or intellectual property?**

☐ No. Go to Part 11.

☒ Yes Fill in the information below.

General description	Net book value of debtor's interest (Where available)	Valuation method used for current value	Current value of debtor's interest
60. Patents, copyrights, trademarks, and trade secrets Trademark for the company name and product names	\$0.00		Unknown

61. Internet domain names and websites

62. Licenses, franchises, and royalties

63. Customer lists, mailing lists, or other compilations

64. Other intangibles, or intellectual property

65. Goodwill

66. Total of Part 10.

Add lines 60 through 65. Copy the total to line 89.

\$0.00

67. Do your lists or records include personally identifiable information of customers (as defined in 11 U.S.C. §§ 101(41A) and 107?

☒ No

☐ Yes

68. Is there an amortization or other similar schedule available for any of the property listed in Part 10?

☒ No

☐ Yes

69. Has any of the property listed in Part 10 been appraised by a professional within the last year?

☒ No

☐ Yes

**Part 11: All other assets**

**70. Does the debtor own any other assets that have not yet been reported on this form?**

Include all interests in executory contracts and unexpired leases not previously reported on this form.

☒ No. Go to Part 12.

☐ Yes Fill in the information below.

Debtor Heartwise Incorporation  
Name

Case number (if known) \_\_\_\_\_

**Part 12: Summary**

In Part 12 copy all of the totals from the earlier parts of the form

Type of property	Current value of personal property	Current value of real property
80. Cash, cash equivalents, and financial assets. Copy line 5, Part 1	\$477,691.00	
81. Deposits and prepayments. Copy line 9, Part 2.	\$4,324,526.42	
82. Accounts receivable. Copy line 12, Part 3.	\$1,500,000.00	
83. Investments. Copy line 17, Part 4.	\$0.00	
84. Inventory. Copy line 23, Part 5.	\$1,350,000.00	
85. Farming and fishing-related assets. Copy line 33, Part 6.	\$0.00	
86. Office furniture, fixtures, and equipment; and collectibles. Copy line 43, Part 7.	\$1,500.00	
87. Machinery, equipment, and vehicles. Copy line 51, Part 8.	\$0.00	
88. Real property. Copy line 56, Part 9.....>		\$0.00
89. Intangibles and intellectual property. Copy line 66, Part 10.	\$0.00	
90. All other assets. Copy line 78, Part 11.	+ \$0.00	
91. Total. Add lines 80 through 90 for each column	\$7,653,717.42	+ 91b. \$0.00
92. Total of all property on Schedule A/B. Add lines 91a+91b=92		\$7,653,717.42



Fill in this information to identify the case:

Debtor name Heartwise Incorporation

United States Bankruptcy Court for the: CENTRAL DISTRICT OF CALIFORNIA

Case number (if known) \_\_\_\_\_

☐ Check if this is an  
amended filing

Official Form 206D

**Schedule D: Creditors Who Have Claims Secured by Property**

12/15

Be as complete and accurate as possible.

1. Do any creditors have claims secured by debtor's property?

- ☒ No. Check this box and submit page 1 of this form to the court with debtor's other schedules. Debtor has nothing else to report on this form.  
☐ Yes. Fill in all of the information below.

Fill in this information to identify the case:

Debtor name **Heartwise Incorporation**

United States Bankruptcy Court for the: **CENTRAL DISTRICT OF CALIFORNIA**

Case number (if known) \_\_\_\_\_

☐ Check if this is an  
amended filing

Official Form 206E/F

**Schedule E/F: Creditors Who Have Unsecured Claims**

12/15

Be as complete and accurate as possible. Use Part 1 for creditors with PRIORITY unsecured claims and Part 2 for creditors with NONPRIORITY unsecured claims. List the other party to any executory contracts or unexpired leases that could result in a claim. Also list executory contracts on *Schedule A/B: Assets - Real and Personal Property* (Official Form 206A/B) and on *Schedule G: Executory Contracts and Unexpired Leases* (Official Form 206G). Number the entries in Parts 1 and 2 in the boxes on the left. If more space is needed for Part 1 or Part 2, fill out and attach the Additional Page of that Part included in this form.

**Part 1: List All Creditors with PRIORITY Unsecured Claims**

1. Do any creditors have priority unsecured claims? (See 11 U.S.C. § 507).

☐ No. Go to Part 2.

☒ Yes. Go to line 2.

2. List in alphabetical order all creditors who have unsecured claims that are entitled to priority in whole or in part. If the debtor has more than 3 creditors with priority unsecured claims, fill out and attach the Additional Page of Part 1.

		Total claim	Priority amount
2.1	Priority creditor's name and mailing address <b>Franchise Tax Board c/o General Counsel Section P O Box 1720, MS: A-260 Rancho Cordova, CA 95741-1720</b>	<b>Unknown</b>	<b>Unknown</b>
	As of the petition filing date, the claim is: <i>Check all that apply.</i> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed		
	Date or dates debt was incurred <b>2020</b>		
	Basis for the claim: <b>Debtor pre-paid \$124,526.42 estimated taxes</b>		
	Last 4 digits of account number <b>2765</b>		
	Specify Code subsection of PRIORITY unsecured claim: 11 U.S.C. § 507(a) (8)		
	Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes		
2.2	Priority creditor's name and mailing address <b>Internal Revenue Service (IRS) P O Box 7346 Philadelphia, PA 19101-7346</b>	<b>\$292,836.00</b>	<b>\$292,836.00</b>
	As of the petition filing date, the claim is: <i>Check all that apply.</i> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed		
	Date or dates debt was incurred <b>2020</b>		
	Basis for the claim: <b>Estimated Taxes</b>		
	Last 4 digits of account number <b>2765</b>		
	Specify Code subsection of PRIORITY unsecured claim: 11 U.S.C. § 507(a) (8)		
	Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes		

Debtor <b>Heartwise Incorporation</b>		Case number (if known) _____	
Name			
2.3	Priority creditor's name and mailing address <b>State Board of Equalization</b> <b>P.O. Box 942879</b> <b>Sacramento, CA 94279-8064</b>	As of the petition filing date, the claim is: <i>Check all that apply.</i> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed	<b>\$6,035.00</b> <b>\$0.00</b>
	Date or dates debt was incurred <b>2020</b>	Basis for the claim: <b>Taxes - Included as a precaution</b>	
	Last 4 digits of account number <b>2765</b>	Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	
	Specify Code subsection of PRIORITY unsecured claim: 11 U.S.C. § 507(a) (8)		

**Part 2: List All Creditors with NONPRIORITY Unsecured Claims**

3. List in alphabetical order all of the creditors with nonpriority unsecured claims. If the debtor has more than 6 creditors with nonpriority unsecured claims, fill out and attach the Additional Page of Part 2.

			Amount of claim
3.1	Nonpriority creditor's name and mailing address <b>Alpha House Research</b> <b>2781 West Macarthur Blvd., Suite 34</b> <b>Santa Ana, CA 92704</b> Date(s) debt was incurred <b>2020</b> Last 4 digits of account number <b>Naturewise</b>	As of the petition filing date, the claim is: <i>Check all that apply.</i> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: <b>Services, payable in 30 days</b> Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	<b>\$1,099,230.67</b>
3.2	Nonpriority creditor's name and mailing address <b>American Express</b> <b>P O Box 650448</b> <b>Dallas, TX 75265</b> Date(s) debt was incurred <b>2020</b> Last 4 digits of account number <b>Unknown</b>	As of the petition filing date, the claim is: <i>Check all that apply.</i> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: <b>Credit Card</b> Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	<b>\$16.95</b>
3.3	Nonpriority creditor's name and mailing address <b>Anthem Blue Cross</b> <b>P O Box 51011</b> <b>Los Angeles, CA 90051</b> Date(s) debt was incurred <b>2020</b> Last 4 digits of account number <b>Unknown</b>	As of the petition filing date, the claim is: <i>Check all that apply.</i> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: <b>Insurance</b> Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	<b>\$682.00</b>
3.4	Nonpriority creditor's name and mailing address <b>California Bank and Trust</b> <b>Bankcard Center</b> <b>P O Box 30833</b> <b>Salt Lake City, UT 84130-0833</b> Date(s) debt was incurred <b>2020</b> Last 4 digits of account number <b>8999</b>	As of the petition filing date, the claim is: <i>Check all that apply.</i> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: <b>Credit Card</b> Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	<b>\$14,826.59</b>
3.5	Nonpriority creditor's name and mailing address <b>Capital One</b> <b>P O Box 60599</b> <b>City of Industry, CA 91716-0599</b> Date(s) debt was incurred <b>2020</b> Last 4 digits of account number <b>5068</b>	As of the petition filing date, the claim is: <i>Check all that apply.</i> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: <b>Credit Card Debt</b> Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	<b>\$61,006.00</b>

Debtor **Heartwise Incorporation**  
Name

Case number (if known)

3.6 Nonpriority creditor's name and mailing address

**Martha Valentine**  
**c/o Gutride Safler LLP**  
**Seth A. Safler, Esq.**  
**100 Pine Street, Ste 1250**  
**San Francisco, CA 94111**

Date(s) debt was incurred 2019

Last 4 digits of account number 2JSW

As of the petition filing date, the claim is: Check all that apply.

- ☐ Contingent  
☐ Unliquidated  
☐ Disputed

Basis for the claim: Class Action Lawsuit filed with U.S. District Court, Northern District of California, Case N.: 4:20-cv-04302-JSW

Is the claim subject to offset? ☒ No ☐ Yes

Unknown

3.7 Nonpriority creditor's name and mailing address

**Monumental**  
**5010 SE Foster Rd, #86352**  
**Portland, OR 97206**

Date(s) debt was incurred 2020

Last 4 digits of account number Unknown

As of the petition filing date, the claim is: Check all that apply.

- ☐ Contingent  
☐ Unliquidated  
☐ Disputed

Basis for the claim: Marketing Services

Is the claim subject to offset? ☒ No ☐ Yes

\$5,000.00

3.8 Nonpriority creditor's name and mailing address

**PHD Studios**  
**1968 Hutchins Circle**  
**Medford, OR 97504**

Date(s) debt was incurred 2020

Last 4 digits of account number Unknown

As of the petition filing date, the claim is: Check all that apply.

- ☐ Contingent  
☐ Unliquidated  
☐ Disputed

Basis for the claim: Marketing Services

Is the claim subject to offset? ☒ No ☐ Yes

\$3,300.00

3.9 Nonpriority creditor's name and mailing address

**Premeo Financial Corp**  
**P O Box 19367**  
**Kalamazoo, MI 49019**

Date(s) debt was incurred 2020

Last 4 digits of account number Unknown

As of the petition filing date, the claim is: Check all that apply.

- ☐ Contingent  
☐ Unliquidated  
☐ Disputed

Basis for the claim: Insurance

Is the claim subject to offset? ☒ No ☐ Yes

\$2,846.81

3.10 Nonpriority creditor's name and mailing address

**Retain Exchange Network, Inc.**  
**7071 Warner Ave., Ste #345**  
**Huntington Beach, CA 92647**

Date(s) debt was incurred 2020

Last 4 digits of account number Unknown

As of the petition filing date, the claim is: Check all that apply.

- ☐ Contingent  
☐ Unliquidated  
☐ Disputed

Basis for the claim: Professional Data Services

Is the claim subject to offset? ☒ No ☐ Yes

\$5,000.00

3.11 Nonpriority creditor's name and mailing address

**Rob Wilsey Creative Partners LLC**  
**300 s. Raymond Ave., Ste 6**  
**Pasadena, CA 91105**

Date(s) debt was incurred 2020

Last 4 digits of account number Unknown

As of the petition filing date, the claim is: Check all that apply.

- ☐ Contingent  
☐ Unliquidated  
☐ Disputed

Basis for the claim: Marketing

Is the claim subject to offset? ☒ No ☐ Yes

\$10,298.66

3.12 Nonpriority creditor's name and mailing address

**Robinson Pharma, Inc.**  
**3330 South Harbor Blvd.**  
**Santa Ana, CA 92704**

Date(s) debt was incurred 2020

Last 4 digits of account number Naturewise

As of the petition filing date, the claim is: Check all that apply.

- ☐ Contingent  
☐ Unliquidated  
☐ Disputed

Basis for the claim: An ongoing transactions to be paid in 30 days

Is the claim subject to offset? ☒ No ☐ Yes

\$940,863.90

Debtor <b>Heartwise Incorporation</b> Name	Case number (if known)
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<b>3.13</b> Nonpriority creditor's name and mailing address <b>Stephoe &amp; Johnson LLP</b> <b>633 West Fifth Street</b> <b>Los Angeles, CA 90071</b> Date(s) debt was incurred <u>2020</u> Last 4 digits of account number <u>Unknown</u>	As of the petition filing date, the claim is: Check all that apply. <span style="float: right;"><u>\$5,000.00</u></span> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: <u>Legal Services</u> Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes
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<b>3.14</b> Nonpriority creditor's name and mailing address <b>Tatyana Shykal</b> <b>10625 Parrish St, Apt 223</b> <b>Matthews, NC 28105</b> Date(s) debt was incurred <u>2020</u> Last 4 digits of account number <u>Unknown</u>	As of the petition filing date, the claim is: Check all that apply. <span style="float: right;"><u>\$2,500.00</u></span> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: <u>CS Contractor</u> Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes
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<b>3.15</b> Nonpriority creditor's name and mailing address <b>Trojan Law Offices</b> <b>Red Fox Plaza</b> <b>9250 Wilshire Blvd., 325</b> <b>Beverly Hills, CA 90212</b> Date(s) debt was incurred <u>2020</u> Last 4 digits of account number <u>Natuurewise</u>	As of the petition filing date, the claim is: Check all that apply. <span style="float: right;"><u>\$28,248.00</u></span> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: <u>Legal Services</u> Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes
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<b>3.16</b> Nonpriority creditor's name and mailing address <b>Ullne</b> <b>P O Box 88741</b> <b>Chicago, IL 60680</b> Date(s) debt was incurred <u>2020</u> Last 4 digits of account number <u>Unknown</u>	As of the petition filing date, the claim is: Check all that apply. <span style="float: right;"><u>\$1,640.49</u></span> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: <u>Shipping Services</u> Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes
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<b>3.17</b> Nonpriority creditor's name and mailing address <b>Vitamins Online Inc.</b> <b>Edgar R. Cataxinos</b> <b>MAGLEBY CATAXINOS &amp; GREENWOOD</b> <b>170 S MAIN ST STE 1100</b> <b>Salt Lake City, UT 84101</b> Date(s) debt was incurred <u>2013</u> Last 4 digits of account number <u>2DAK</u>	As of the petition filing date, the claim is: Check all that apply. <span style="float: right;"><u>\$9,551,232.00</u></span> <input checked="" type="checkbox"/> Contingent <input checked="" type="checkbox"/> Unliquidated <input checked="" type="checkbox"/> Disputed Basis for the claim: <u>Lawsuit filed for Trademark Infringement, with U.S. District Court of Utah (Central) Case No.: 2:13-cv-00982-DAK</u> Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes
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**Part 3: List Others to Be Notified About Unsecured Claims**

4. List in alphabetical order any others who must be notified for claims listed in Parts 1 and 2. Examples of entities that may be listed are collection agencies, assignees of claims listed above, and attorneys for unsecured creditors.

If no others need to be notified for the debts listed in Parts 1 and 2, do not fill out or submit this page. If additional pages are needed, copy the next page.

	Name and mailing address	On which line in Part 1 or Part 2 is the related creditor (if any) listed?	Last 4 digits of account number, if any
4.1	<b>WORKMAN NYDEGGER</b> <b>60 E SOUTH TEMPLE STE 1000</b> <b>Salt Lake City, UT 84111</b>	Line <u>3.17</u>  <input type="checkbox"/> Not listed. Explain _____	—

**Part 4: Total Amounts of the Priority and Nonpriority Unsecured Claims**

5. Add the amounts of priority and nonpriority unsecured claims.

5a. Total claims from Part 1	Total of claim amounts: 5a. \$ <u>298,871.00</u>
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Debtor Heartwise Incorporation  
Name

Case number (if known) \_\_\_\_\_

5b. Total claims from Part 2

5b. + \$ 11,731,692.07

5c. Total of Parts 1 and 2  
Lines 5a + 5b = 5c.

5c. \$ 12,030,563.07

Fill in this information to identify the case:

Debtor name **Heartwise Incorporation**

United States Bankruptcy Court for the: **CENTRAL DISTRICT OF CALIFORNIA**

Case number (if known) \_\_\_\_\_

☐ Check if this is an amended filing

Official Form 206G

**Schedule G: Executory Contracts and Unexpired Leases**

12/15

Be as complete and accurate as possible. If more space is needed, copy and attach the additional page, number the entries consecutively.

1. Does the debtor have any executory contracts or unexpired leases?

☐ No. Check this box and file this form with the debtor's other schedules. There is nothing else to report on this form.

☒ Yes. Fill in all of the information below even if the contracts or leases are listed on *Schedule A/B: Assets - Real and Personal* (Official Form 206A/B).

Property

2. List all contracts and unexpired leases

State the name and mailing address for all other parties with whom the debtor has an executory contract or unexpired lease

2.1. State what the contract or lease is for and the nature of the debtor's interest

The contract was drafted and signed on 2/7/2019 identifying the scope of work to be completed by Alpha House Research dba DRM Resources  
2 Years and two months

State the term remaining

List the contract number of any government contract

Alpha House Research  
2781 West Macarthur Blvd., Suite 34  
Santa Ana, CA 92704

2.2. State what the contract or lease is for and the nature of the debtor's interest

To manufacture of certain products

State the term remaining

3 Years

List the contract number of any government contract

Robinson Pharma  
3330 South Harbor Blvd.  
Santa Ana, CA 92704

Fill in this information to identify the case:

Debtor name Heartwise Incorporation

United States Bankruptcy Court for the: CENTRAL DISTRICT OF CALIFORNIA

Case number (if known) \_\_\_\_\_

☐ Check if this is an  
amended filing

## Official Form 206H Schedule H: Your Codebtors

12/15

Be as complete and accurate as possible. If more space is needed, copy the Additional Page, numbering the entries consecutively. Attach the Additional Page to this page.

### 1. Do you have any codebtors?

☒ No. Check this box and submit this form to the court with the debtor's other schedules. Nothing else needs to be reported on this form.

☐ Yes

2. In Column 1, list as codebtors all of the people or entities who are also liable for any debts listed by the debtor in the schedules of creditors, Schedules D-G. Include all guarantors and co-obligors. In Column 2, identify the creditor to whom the debt is owed and each schedule on which the creditor is listed. If the codebtor is liable on a debt to more than one creditor, list each creditor separately in Column 2.

Column 1: Codebtor

Column 2: Creditor

	Name	Mailing Address	Name	Check all schedules that apply:
2.1	_____	Street _____ City State Zip Code	_____	<input type="checkbox"/> D <input type="checkbox"/> E/F <input type="checkbox"/> G
2.2	_____	Street _____ City State Zip Code	_____	<input type="checkbox"/> D <input type="checkbox"/> E/F <input type="checkbox"/> G
2.3	_____	Street _____ City State Zip Code	_____	<input type="checkbox"/> D <input type="checkbox"/> E/F <input type="checkbox"/> G
2.4	_____	Street _____ City State Zip Code	_____	<input type="checkbox"/> D <input type="checkbox"/> E/F <input type="checkbox"/> G



Fill in this information to identify the case:

Debtor name Heartwise Incorporation

United States Bankruptcy Court for the: CENTRAL DISTRICT OF CALIFORNIA

Case number (if known) \_\_\_\_\_

☐ Check if this is an amended filing

Official Form 207

Statement of Financial Affairs for Non-Individuals Filing for Bankruptcy

04/19

The debtor must answer every question. If more space is needed, attach a separate sheet to this form. On the top of any additional pages, write the debtor's name and case number (if known).

Part 1: Income

1. Gross revenue from business

☐ None.

Identify the beginning and ending dates of the debtor's fiscal year, which may be a calendar year

Sources of revenue  
Check all that apply

Gross revenue  
(before deductions and exclusions)

From the beginning of the fiscal year to filing date:  
From 1/01/2020 to Filing Date

☒ Operating a business  
☐ Other \_\_\_\_\_

\$22,800,000.00

For prior year:  
From 1/01/2019 to 12/31/2019

☒ Operating a business  
☐ Other \_\_\_\_\_

\$6,753,720.00

For year before that:  
From 1/01/2018 to 12/31/2018

☒ Operating a business  
☐ Other \_\_\_\_\_

\$8,122,323.00

2. Non-business revenue

Include revenue regardless of whether that revenue is taxable. *Non-business income* may include interest, dividends, money collected from lawsuits, and royalties. List each source and the gross revenue for each separately. Do not include revenue listed in line 1.

☒ None.

Description of sources of revenue

Gross revenue from  
each source  
(before deductions and exclusions)

Part 2: List Certain Transfers Made Before Filing for Bankruptcy

3. Certain payments or transfers to creditors within 90 days before filing this case

List payments or transfers—including expense reimbursements—to any creditor, other than regular employee compensation, within 90 days before filing this case unless the aggregate value of all property transferred to that creditor is less than \$6,825. (This amount may be adjusted on 4/01/22 and every 3 years after that with respect to cases filed on or after the date of adjustment.)

☐ None.

Creditor's Name and Address

Dates

Total amount of value

Reasons for payment or transfer  
Check all that apply

Debtor Heartwise Incorporation

Case number (if known) \_\_\_\_\_

Creditor's Name and Address	Dates	Total amount of value	Reasons for payment or transfer Check all that apply
3.1. Brads's Deal LLC 6115 Estate Smith Bay, Ste 313/Box7 St Thomas, VI 00802-1324	Sept 2020 Oct 2020 Nov 2020	\$23,666.66	<input type="checkbox"/> Secured debt <input type="checkbox"/> Unsecured loan repayments <input type="checkbox"/> Suppliers or vendors <input type="checkbox"/> Services <input checked="" type="checkbox"/> Other <u>Marketing</u>
3.2. California Bank and Trust Bankcard Center P O Box 30833 Salt Lake City, UT 84130-0833	Sept 2020 Oct 2020 Nov 2020	\$550,139.15	<input type="checkbox"/> Secured debt <input type="checkbox"/> Unsecured loan repayments <input type="checkbox"/> Suppliers or vendors <input type="checkbox"/> Services <input checked="" type="checkbox"/> Other <u>Credit Card</u>
3.3. Cameran Eubanks 2000 Avenue of the Stars Los Angeles, CA 90067	Sept 2020 Oct 2020 Nov 2020	\$20,000.00	<input type="checkbox"/> Secured debt <input type="checkbox"/> Unsecured loan repayments <input type="checkbox"/> Suppliers or vendors <input type="checkbox"/> Services <input checked="" type="checkbox"/> Other <u>Marketing</u>
3.4. Candace Rene Curry 1981Colorado Blvd. , Apt B Denton, TX 76202	Sept 2020 Oct 2020 Nov 2020	\$7,000.00	<input type="checkbox"/> Secured debt <input type="checkbox"/> Unsecured loan repayments <input type="checkbox"/> Suppliers or vendors <input type="checkbox"/> Services <input checked="" type="checkbox"/> Other <u>CS Contractor</u>
3.5. Capital One P O Box 60599 City of Industry, CA 91716-0599	Sept 2020 Oct 2020 Nov 2020	\$480,000.00	<input type="checkbox"/> Secured debt <input type="checkbox"/> Unsecured loan repayments <input type="checkbox"/> Suppliers or vendors <input type="checkbox"/> Services <input checked="" type="checkbox"/> Other <u>Credit Card</u>
3.6. Central Entertainment Group, Inc. 1001 6th Ave, 14th Floor New York, NY 10018	Sept 2020 Oct 2020 Nov 2020	\$17,500.00	<input type="checkbox"/> Secured debt <input type="checkbox"/> Unsecured loan repayments <input type="checkbox"/> Suppliers or vendors <input type="checkbox"/> Services <input checked="" type="checkbox"/> Other <u>Marketing</u>
3.7. Christina Entertainment Inc. 2419 Sandiago Drive Newport Beach, CA 92660	Sept 2020	\$10,000.00	<input type="checkbox"/> Secured debt <input type="checkbox"/> Unsecured loan repayments <input type="checkbox"/> Suppliers or vendors <input type="checkbox"/> Services <input checked="" type="checkbox"/> Other <u>Marketing</u>
3.8. Divine N. Tumenta 9017 Sycamore Ave, Unit 108 Montclair, CA 91763	Sept 2020	\$23,750.00	<input type="checkbox"/> Secured debt <input type="checkbox"/> Unsecured loan repayments <input type="checkbox"/> Suppliers or vendors <input type="checkbox"/> Services <input checked="" type="checkbox"/> Other <u>Marketing</u>

Debtor Heartwise Incorporation

Case number (if known) \_\_\_\_\_

Creditor's Name and Address	Dates	Total amount of value	Reasons for payment or transfer Check all that apply
3.9. Estuniga Inc. 462 SW Port Saint Lucie Blvd. Unit 116 Port Saint Lucie, FL 34953	Sept 2020	\$26,610.00	<input type="checkbox"/> Secured debt <input type="checkbox"/> Unsecured loan repayments <input type="checkbox"/> Suppliers or vendors <input type="checkbox"/> Services <input checked="" type="checkbox"/> Other <u>Marketing</u>
3.10 Kim Le CPA 22241 Canyon Crest Dr Mission Viejo, CA 92692	Oct 2020	\$24,205.00	<input type="checkbox"/> Secured debt <input type="checkbox"/> Unsecured loan repayments <input type="checkbox"/> Suppliers or vendors <input type="checkbox"/> Services <input type="checkbox"/> Other ____
3.11 Lauren Speed 1609 Peachcrest Rd Decatur, GA 30032	Oct 2020	\$13,332.00	<input type="checkbox"/> Secured debt <input type="checkbox"/> Unsecured loan repayments <input type="checkbox"/> Suppliers or vendors <input type="checkbox"/> Services <input checked="" type="checkbox"/> Other <u>Marketing</u>
3.12 Mohajerian Law Group 1901 Avenue of The Stars, Ste 1100 Los Angeles, CA 90067	Oct 2020	\$10,000.00	<input type="checkbox"/> Secured debt <input type="checkbox"/> Unsecured loan repayments <input type="checkbox"/> Suppliers or vendors <input type="checkbox"/> Services <input checked="" type="checkbox"/> Other <u>Legal</u>
3.13 Little Red Management 7200 Franklin Ave., #222 Los Angeles, CA 90046	Sept	\$10,500.00	<input type="checkbox"/> Secured debt <input type="checkbox"/> Unsecured loan repayments <input type="checkbox"/> Suppliers or vendors <input type="checkbox"/> Services <input checked="" type="checkbox"/> Other <u>Marketing</u>
3.14 Monumental 5010 SE Foster Rd, #86352 Portland, OR 97206	Oct 2020	\$20,000.00	<input type="checkbox"/> Secured debt <input type="checkbox"/> Unsecured loan repayments <input type="checkbox"/> Suppliers or vendors <input type="checkbox"/> Services <input checked="" type="checkbox"/> Other <u>Marketing</u>
3.15 Mutesix Inc. 6080 Center Drive, #900 Los Angeles, CA 90045	Oct 2020	\$10,000.00	<input type="checkbox"/> Secured debt <input type="checkbox"/> Unsecured loan repayments <input type="checkbox"/> Suppliers or vendors <input type="checkbox"/> Services <input checked="" type="checkbox"/> Other <u>Marketing</u>
3.16 Pacific Western Container 4044 West Garry Avenue Santa Ana, CA 92704	October 2020	\$13,967.13	<input type="checkbox"/> Secured debt <input type="checkbox"/> Unsecured loan repayments <input type="checkbox"/> Suppliers or vendors <input type="checkbox"/> Services <input checked="" type="checkbox"/> Other ____

Debtor Heartwise Incorporation

Case number (if known) \_\_\_\_\_

Creditor's Name and Address	Dates	Total amount of value	Reasons for payment or transfer Check all that apply
3.17 PHD Studios 1968 Hutchins Circle Medford, OR 97504	Oct 2020	\$18,625.00	<input type="checkbox"/> Secured debt <input type="checkbox"/> Unsecured loan repayments <input type="checkbox"/> Suppliers or vendors <input type="checkbox"/> Services <input checked="" type="checkbox"/> Other <u>Marketing</u>
3.18 Premeo Financial Corp P O Box 19367 Kalamazoo, MI 49019	Oct 2020	\$20,964.72	<input type="checkbox"/> Secured debt <input type="checkbox"/> Unsecured loan repayments <input type="checkbox"/> Suppliers or vendors <input type="checkbox"/> Services <input checked="" type="checkbox"/> Other ____
3.19 Probi USA Inc. 9609 153rd Ave., N.E. Redmond, WA 98052	Oct 2020	\$152,526.41	<input type="checkbox"/> Secured debt <input type="checkbox"/> Unsecured loan repayments <input type="checkbox"/> Suppliers or vendors <input type="checkbox"/> Services <input checked="" type="checkbox"/> Other <u>Vendor for Probiotics</u>
3.20 Robinson Pharma 3330 South Harbor Blvd. Santa Ana, CA 92704	Oct 2020	\$5,843,123.15	<input type="checkbox"/> Secured debt <input type="checkbox"/> Unsecured loan repayments <input type="checkbox"/> Suppliers or vendors <input type="checkbox"/> Services <input checked="" type="checkbox"/> Other <u>Main Vendor of the business</u>
3.21 Steptoe & Johnson LLP 633 West Fifth Street Los Angeles, CA 90071	Oct 2020	\$16,120.00	<input type="checkbox"/> Secured debt <input type="checkbox"/> Unsecured loan repayments <input type="checkbox"/> Suppliers or vendors <input type="checkbox"/> Services <input checked="" type="checkbox"/> Other <u>Legal Services</u>
3.22 Synapse Marketing Solutions 2950 Ole Tree Drive Lancaster, PA 17603	Oct 2020	\$16,495.00	<input type="checkbox"/> Secured debt <input type="checkbox"/> Unsecured loan repayments <input type="checkbox"/> Suppliers or vendors <input type="checkbox"/> Services <input checked="" type="checkbox"/> Other <u>Marketing</u>
3.23 Tatyana Shykal 10625 Parrish St, Apt 223 Matthews, NC 28105	Nov 2020	\$7,000.00	<input type="checkbox"/> Secured debt <input type="checkbox"/> Unsecured loan repayments <input type="checkbox"/> Suppliers or vendors <input type="checkbox"/> Services <input checked="" type="checkbox"/> Other <u>Contractor</u>
3.24 Telkametrics 280 Summer Street Boston, MA 02210	Nov 2020	\$260,560.56	<input type="checkbox"/> Secured debt <input type="checkbox"/> Unsecured loan repayments <input type="checkbox"/> Suppliers or vendors <input type="checkbox"/> Services <input checked="" type="checkbox"/> Other <u>Marketing</u>

Debtor **Heartwise Incorporation**

Case number (if known)

Creditor's Name and Address	Dates	Total amount of value	Reasons for payment or transfer Check all that apply
3.25 Trojan Law Offices	Nov 2020	\$35,526.16	<input type="checkbox"/> Secured debt <input type="checkbox"/> Unsecured loan repayments <input type="checkbox"/> Suppliers or vendors <input type="checkbox"/> Services <input checked="" type="checkbox"/> Other <u>Legal Services</u>
3.26 UPS P O Box 894820 Los Angeles, CA 90189	Nov 2020	\$96,294.29	<input type="checkbox"/> Secured debt <input type="checkbox"/> Unsecured loan repayments <input type="checkbox"/> Suppliers or vendors <input type="checkbox"/> Services <input checked="" type="checkbox"/> Other <u>Shipping</u>

**4. Payments or other transfers of property made within 1 year before filing this case that benefited any insider**

List payments or transfers, including expense reimbursements, made within 1 year before filing this case on debts owed to an insider or guaranteed or cosigned by an insider unless the aggregate value of all property transferred to or for the benefit of the insider is less than \$6,825. (This amount may be adjusted on 4/01/22 and every 3 years after that with respect to cases filed on or after the date of adjustment.) Do not include any payments listed in line 3. *Insiders* include officers, directors, and anyone in control of a corporate debtor and their relatives; general partners of a partnership debtor and their relatives; affiliates of the debtor and insiders of such affiliates; and any managing agent of the debtor. 11 U.S.C. § 101(31).

☒ None.

Insider's name and address Relationship to debtor	Dates	Total amount of value	Reasons for payment or transfer
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**5. Repossessions, foreclosures, and returns**

List all property of the debtor that was obtained by a creditor within 1 year before filing this case, including property repossessed by a creditor, sold at a foreclosure sale, transferred by a deed in lieu of foreclosure, or returned to the seller. Do not include property listed in line 6.

☒ None

Creditor's name and address	Describe of the Property	Date	Value of property
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**6. Setoffs**

List any creditor, including a bank or financial institution, that within 90 days before filing this case set off or otherwise took anything from an account of the debtor without permission or refused to make a payment at the debtor's direction from an account of the debtor because the debtor owed a debt.

☒ None

Creditor's name and address	Description of the action creditor took	Date action was taken	Amount
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**Part 3: Legal Actions or Assignments**

**7. Legal actions, administrative proceedings, court actions, executions, attachments, or governmental audits**

List the legal actions, proceedings, investigations, arbitrations, mediations, and audits by federal or state agencies in which the debtor was involved in any capacity—within 1 year before filing this case.

☐ None.

Case title Case number	Nature of case	Court or agency's name and address	Status of case
7.1. Martha Valentine v Heartwise Inc. doing business as Nature Wise and Heart Wise Wonder Incorporated 4:20-cv-04302-JSW	Class action for Diversity-Fraud	U.S. District Court California Northern District (Oakland) 1301 Clay St., #400s Oakland, CA 94612	<input checked="" type="checkbox"/> Pending <input type="checkbox"/> On appeal <input type="checkbox"/> Concluded

Debtor **Heartwise Incorporation**

Case number (if known)

Case title Case number	Nature of case	Court or agency's name and address	Status of case
7.2. Vitamins Online v Heartwise et al 2:13-cv-00982-DAK	Trademark Infringement (Lanham Act)	U.S. District Court District of Utah (Central) 206 West Tabernacle Saint George, UT 84770	<input type="checkbox"/> Pending <input checked="" type="checkbox"/> On appeal <input type="checkbox"/> Concluded

**8. Assignments and receivership**

List any property in the hands of an assignee for the benefit of creditors during the 120 days before filing this case and any property in the hands of a receiver, custodian, or other court-appointed officer within 1 year before filing this case.

☒ None

**Part 4: Certain Gifts and Charitable Contributions**

**9. List all gifts or charitable contributions the debtor gave to a recipient within 2 years before filing this case unless the aggregate value of the gifts to that recipient is less than \$1,000**

☒ None

Recipient's name and address	Description of the gifts or contributions	Dates given	Value
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**Part 5: Certain Losses**

**10. All losses from fire, theft, or other casualty within 1 year before filing this case.**

☒ None

Description of the property lost and how the loss occurred	Amount of payments received for the loss  If you have received payments to cover the loss, for example, from insurance, government compensation, or tort liability, list the total received.  List unpaid claims on Official Form 106A/B (Schedule A/B: Assets - Real and Personal Property).	Dates of loss	Value of property lost
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**Part 6: Certain Payments or Transfers**

**11. Payments related to bankruptcy**

List any payments of money or other transfers of property made by the debtor or person acting on behalf of the debtor within 1 year before the filing of this case to another person or entity, including attorneys, that the debtor consulted about debt consolidation or restructuring, seeking bankruptcy relief, or filing a bankruptcy case.

☐ None.

Who was paid or who received the transfer? Address	If not money, describe any property transferred	Dates	Total amount or value
11.1. Law Offices of Michael Jay Berger 9454 Wilshire Boulevard, 6th floor Beverly Hills, CA 90212	Attorney Fees plus \$1,717.00 for filing fee	11/20/2020 and 12/2/2020	\$25,000.00
Email or website address michael.berger@bankruptcypower.c om			
Who made the payment, if not debtor?			

**12. Self-settled trusts of which the debtor is a beneficiary**

Debtor **Heartwise Incorporation**

Case number (if known)

List any payments or transfers of property made by the debtor or a person acting on behalf of the debtor within 10 years before the filing of this case to a self-settled trust or similar device.  
Do not include transfers already listed on this statement.

☐ None.

Name of trust or device	Describe any property transferred	Dates transfers were made	Total amount or value
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**13. Transfers not already listed on this statement**

List any transfers of money or other property by sale, trade, or any other means made by the debtor or a person acting on behalf of the debtor within 2 years before the filing of this case to another person, other than property transferred in the ordinary course of business or financial affairs. Include both outright transfers and transfers made as security. Do not include gifts or transfers previously listed on this statement.

☐ None.

Who received transfer? Address	Description of property transferred or payments received or debts paid in exchange	Date transfer was made	Total amount or value
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**Part 7: Previous Locations**

**14. Previous addresses**

List all previous addresses used by the debtor within 3 years before filing this case and the dates the addresses were used.

☐ Does not apply

Address

Dates of occupancy  
From-To

**Part 8: Health Care Bankruptcies**

**15. Health Care bankruptcies**

Is the debtor primarily engaged in offering services and facilities for:  
- diagnosing or treating injury, deformity, or disease, or  
- providing any surgical, psychiatric, drug treatment, or obstetric care?

☐ No. Go to Part 9.

☐ Yes. Fill in the information below.

Facility name and address

Nature of the business operation, including type of services the debtor provides

If debtor provides meals and housing, number of patients in debtor's care

**Part 9: Personally Identifiable Information**

**16. Does the debtor collect and retain personally identifiable information of customers?**

☐ No.

☐ Yes. State the nature of the information collected and retained.

**17. Within 6 years before filing this case, have any employees of the debtor been participants in any ERISA, 401(k), 403(b), or other pension or profit-sharing plan made available by the debtor as an employee benefit?**

☐ No. Go to Part 10.

☐ Yes. Does the debtor serve as plan administrator?

**Part 10: Certain Financial Accounts, Safe Deposit Boxes, and Storage Units**

Debtor Heartwise Incorporation

Case number (if known) \_\_\_\_\_

**18. Closed financial accounts**

Within 1 year before filing this case, were any financial accounts or instruments held in the debtor's name, or for the debtor's benefit, closed, sold, moved, or transferred?  
Include checking, savings, money market, or other financial accounts; certificates of deposit; and shares in banks, credit unions, brokerage houses, cooperatives, associations, and other financial institutions.

☒ None

Financial Institution name and Address	Last 4 digits of account number	Type of account or instrument	Date account was closed, sold, moved, or transferred	Last balance before closing or transfer
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**19. Safe deposit boxes**

List any safe deposit box or other depository for securities, cash, or other valuables the debtor now has or did have within 1 year before filing this case.

☒ None

Depository institution name and address	Names of anyone with access to it Address	Description of the contents	Do you still have it?
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**20. Off-premises storage**

List any property kept in storage units or warehouses within 1 year before filing this case. Do not include facilities that are in a part of a building in which the debtor does business.

☒ None

Facility name and address	Names of anyone with access to it	Description of the contents	Do you still have it?
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**Part 11: Property the Debtor Holds or Controls That the Debtor Does Not Own**

**21. Property held for another**

List any property that the debtor holds or controls that another entity owns. Include any property borrowed from, being stored for, or held in trust. Do not list leased or rented property.

☒ None

**Part 12: Details About Environment Information**

For the purpose of Part 12, the following definitions apply:

*Environmental law* means any statute or governmental regulation that concerns pollution, contamination, or hazardous material, regardless of the medium affected (air, land, water, or any other medium).

*Site* means any location, facility, or property, including disposal sites, that the debtor now owns, operates, or utilizes or that the debtor formerly owned, operated, or utilized.

*Hazardous material* means anything that an environmental law defines as hazardous or toxic, or describes as a pollutant, contaminant, or a similarly harmful substance.

Report all notices, releases, and proceedings known, regardless of when they occurred.

**22. Has the debtor been a party in any judicial or administrative proceeding under any environmental law? Include settlements and orders.**

☒ No.

☐ Yes. Provide details below.

Case title Case number	Court or agency name and address	Nature of the case	Status of case
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**23. Has any governmental unit otherwise notified the debtor that the debtor may be liable or potentially liable under or in violation of an environmental law?**



Debtor **Heartwise Incorporation**

Case number (if known) \_\_\_\_\_

- ☒ No.  
☐ Yes. Provide details below.

Site name and address	Governmental unit name and address	Environmental law, if known	Date of notice
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**24. Has the debtor notified any governmental unit of any release of hazardous material?**

- ☒ No.  
☐ Yes. Provide details below.

Site name and address	Governmental unit name and address	Environmental law, if known	Date of notice
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**Part 13: Details About the Debtor's Business or Connections to Any Business**

**25. Other businesses in which the debtor has or has had an interest**

List any business for which the debtor was an owner, partner, member, or otherwise a person in control within 6 years before filing this case. Include this information even if already listed in the Schedules.

- ☐ None

Business name address	Describe the nature of the business	Employer Identification number Do not include Social Security number or ITIN.
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25.1. <b>Heartwise Inc. 2973 Harbor Blvd., #472 Costa Mesa, CA 92626</b>	<b>Online sales of Vitamins &amp; Supplements</b>	<b>Dates business existed</b> <b>EIN: 45-5252765</b> <b>From-To 2019 to current</b>
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**26. Books, records, and financial statements**

26a. List all accountants and bookkeepers who maintained the debtor's books and records within 2 years before filing this case.

- ☐ None

Name and address	Date of service From-To
26a.1. <b>Kim Le, C.P.A., A Prof. Corp. 22241 Canyon Crest Dr. Mission Viejo, CA 92692</b>	<b>2018 to current</b>

26b. List all firms or individuals who have audited, compiled, or reviewed debtor's books of account and records or prepared a financial statement within 2 years before filing this case.

- ☒ None

26c. List all firms or individuals who were in possession of the debtor's books of account and records when this case is filed.

- ☒ None

Name and address	If any books of account and records are unavailable, explain why
------------------	---

26d. List all financial institutions, creditors, and other parties, including mercantile and trade agencies, to whom the debtor issued a financial statement within 2 years before filing this case.

- ☒ None

Name and address

**27. Inventories**

Have any inventories of the debtor's property been taken within 2 years before filing this case?

Debtor Heartwise Incorporation

Case number (if known) \_\_\_\_\_

- ☒ No  
☐ Yes. Give the details about the two most recent inventories.

Name of the person who supervised the taking of the inventory	Date of inventory	The dollar amount and basis (cost, market, or other basis) of each inventory
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28. List the debtor's officers, directors, managing members, general partners, members in control, controlling shareholders, or other people in control of the debtor at the time of the filing of this case.

Name	Address	Position and nature of any interest	% of interest, if any
Tuong Nguyen	2973 Harbor Blvd., #472 Costa Mesa, CA 92626	Chief Executive Officer	51%
DavidPaul Doyle	2973 Harbor Blvd., #472 Costa Mesa, CA 92626	Founder and Chief Brand Officer	49%
Elaine T Le	2973 Harbor Blvd., #472 Costa Mesa, CA 92626	Chief Financial Officer	No interest

29. Within 1 year before the filing of this case, did the debtor have officers, directors, managing members, general partners, members in control of the debtor, or shareholders in control of the debtor who no longer hold these positions?

- ☒ No  
☐ Yes. Identify below.

30. Payments, distributions, or withdrawals credited or given to insiders

Within 1 year before filing this case, did the debtor provide an insider with value in any form, including salary, other compensation, draws, bonuses, loans, credits on loans, stock redemptions, and options exercised?

- ☒ No  
☐ Yes. Identify below.

Name and address of recipient	Amount of money or description and value of property	Dates	Reason for providing the value
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31. Within 6 years before filing this case, has the debtor been a member of any consolidated group for tax purposes?

- ☒ No  
☐ Yes. Identify below.

Name of the parent corporation

Employer identification number of the parent corporation

32. Within 6 years before filing this case, has the debtor as an employer been responsible for contributing to a pension fund?

- ☒ No  
☐ Yes. Identify below.

Name of the pension fund

Employer identification number of the parent corporation

Debtor Heartwise Incorporation

Case number (if known) \_\_\_\_\_

**Part 14: Signature and Declaration**

**WARNING** – Bankruptcy fraud is a serious crime. Making a false statement, concealing property, or obtaining money or property by fraud in connection with a bankruptcy case can result in fines up to \$500,000 or imprisonment for up to 20 years, or both.  
18 U.S.C. §§ 152, 1341, 1519, and 3571.


I have examined the information in this *Statement of Financial Affairs* and any attachments and have a reasonable belief that the information is true and correct.

I declare under penalty of perjury that the foregoing is true and correct.

Executed on December 4, 2020

  
\_\_\_\_\_  
Signature of individual signing on behalf of the debtor

Tuong V. Nguyen  
\_\_\_\_\_  
Printed name

Position or relationship to debtor Chief Executive Officer 

Are additional pages to *Statement of Financial Affairs for Non-Individuals Filing for Bankruptcy* (Official Form 207) attached?

☒ No

☐ Yes

**United States Bankruptcy Court  
Central District of California**

In re Heartwise Inc.

Debtor(s)

Case No.

Chapter 11

**DISCLOSURE OF COMPENSATION OF ATTORNEY FOR DEBTOR(S)**

1. Pursuant to 11 U.S.C. § 329(a) and Fed. Bankr. P. 2016(b), I certify that I am the attorney for the above named debtor(s) and that compensation paid to me within one year before the filing of the petition in bankruptcy, or agreed to be paid to me, for services rendered or to be rendered on behalf of the debtor(s) in contemplation of or in connection with the bankruptcy case is as follows:
- |   |    |                  |
|---|----|------------------|
| For legal services, I have agreed to accept           | \$ | <u>23,283.00</u> |
| Prior to the filing of this statement I have received | \$ | <u>23,283.00</u> |
| Balance Due   | \$ | <u>0.00</u>      |
2. The source of the compensation paid to me was:  
☒ Debtor ☐ Other (specify):
3. The source of compensation to be paid to me is:  
☒ Debtor ☐ Other (specify):
4. ☒ I have not agreed to share the above-disclosed compensation with any other person unless they are members and associates of my law firm.  
☐ I have agreed to share the above-disclosed compensation with a person or persons who are not members or associates of my law firm. A copy of the agreement, together with a list of the names of the people sharing in the compensation is attached.
5. In return for the above-disclosed fee, I have agreed to render legal service for all aspects of the bankruptcy case, including:
- Analysis of the debtor's financial situation, and rendering advice to the debtor in determining whether to file a petition in bankruptcy;
  - Preparation and filing of any petition, schedules, statement of affairs and plan which may be required;
  - Representation of the debtor at the meeting of creditors and confirmation hearing, and any adjourned hearings thereof;
  - [Other provisions as needed]
6. By agreement with the debtor(s), the above-disclosed fee does not include the following service:  
**Representation of the debtors in any dischargeability actions, judicial lien avoidances, relief from stay actions or any other adversary proceeding.**

**CERTIFICATION**

I certify that the foregoing is a complete statement of any agreement or arrangement for payment to me for representation of the debtor(s) in this bankruptcy proceeding.

Date

12/4/2020

Michael Jay Berger

*Signature of Attorney*

**Law Offices of Michael Jay Berger**

**9454 Wilshire Boulevard, 6th floor**

**Beverly Hills, CA 90212**

**(310) 271-6223 Fax: (310) 271-9805**

**michael.berger@bankruptcypower.com**

*Name of law firm*

Attorney or Party Name, Address, Telephone & FAX Nos., and State Bar No. & Email Address <b>Michael Jay Berger</b> <b>9454 Wilshire Boulevard, 6th floor</b> <b>Beverly Hills, CA 90212</b> <b>(310) 271-6223 Fax: (310) 271-9805</b> <b>California State Bar Number: 100291 CA</b> <b>michael.berger@bankruptcypower.com</b>		FOR COURT USE ONLY	
■ Attorney for:			
<b>UNITED STATES BANKRUPTCY COURT CENTRAL DISTRICT OF CALIFORNIA</b>			
In re: <b>Heartwise Inc.</b>		CASE NO.: ADVERSARY NO.: CHAPTER: <b>11</b>	
Debtor(s),  Plaintiff(s),		<b>CORPORATE OWNERSHIP STATEMENT PURSUANT TO FRBP 1007(a)(1) and 7007.1, and LBR 1007-4</b>	
Defendant(s).			
		[No hearing]	

*Pursuant to FRBP 1007(a)(1) and 7007.1, and LBR 1007-4, any corporation, other than a governmental unit, that is a debtor in a voluntary case or a party to an adversary proceeding or a contested matter shall file this Statement identifying all its parent corporations and listing any publicly held company, other than a governmental unit, that directly or indirectly own 10% or more of any class of the corporation's equity interest, or state that there are no entities to report. This Corporate Ownership Statement must be filed with the initial pleading filed by a corporate entity in a case or adversary proceeding. A supplemental statement must promptly be filed upon any change in circumstances that renders this Corporate Ownership Statement inaccurate.*

I, **Michael Jay Berger**, the undersigned in the above-captioned case, hereby declare  
(Print Name of Attorney or Declarant)  
under penalty of perjury under the laws of the United States of America that the following is true and correct:

[Check the appropriate boxes and, if applicable, provide the required information.]

1. I have personal knowledge of the matters set forth in this Statement because:
- ☐ I am the president or other officer or an authorized agent of the Debtor corporation
  - ☐ I am a party to an adversary proceeding
  - ☐ I am a party to a contested matter
  - ☒ I am the attorney for the Debtor corporation
- 2.a. ☐ The following entities, other than the debtor or a governmental unit, directly or indirectly own 10% or more of any class of the corporation's(s') equity interests:  
[For additional names, attach an addendum to this form.]
- b. ☒ There are no entities that directly or indirectly own 10% or more of any class of the corporation's equity interest.

Date

12/4/2020

By

Signature of Debtor, or attorney for Debtor

Name:

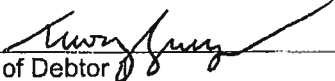
Michael Jay Berger

Printed name of Debtor, or attorney for Debtor

Attorney or Party Name, Address, Telephone & FAX Nos., State Bar No. & Email Address <b>Michael Jay Berger</b> <b>9454 Wilshire Boulevard, 6th floor</b> <b>Beverly Hills, CA 90212</b> <b>(310) 271-6223 Fax: (310) 271-9805</b> <b>California State Bar Number: 100291 CA</b> <b>michael.berger@bankruptcypower.com</b>	FOR COURT USE ONLY
<input type="checkbox"/> Debtor(s) appearing without an attorney <input checked="" type="checkbox"/> Attorney for Debtor	
<b>UNITED STATES BANKRUPTCY COURT</b> <b>CENTRAL DISTRICT OF CALIFORNIA</b>	
In re:  <b>Heartwise Incorporation</b>	CASE NO.: CHAPTER: 11
Debtor(s).	<b>VERIFICATION OF MASTER MAILING LIST OF CREDITORS</b>  [LBR 1007-1(a)]

Pursuant to LBR 1007-1(a), the Debtor, or the Debtor's attorney if applicable, certifies under penalty of perjury that the master mailing list of creditors filed in this bankruptcy case, consisting of 3 sheet(s) is complete, correct, and consistent with the Debtor's schedules and I/we assume all responsibility for errors and omissions.

Date: December 4, 2020

  
\_\_\_\_\_  
Signature of Debtor

Date: \_\_\_\_\_

\_\_\_\_\_  
Signature of Debtor 2 (joint debtor) (if applicable)

Date: December 4, 2020

  
\_\_\_\_\_  
Signature of Attorney for Debtor (if applicable)

Heartwise Incorporation  
2973 Harbor Blvd., #472  
Costa Mesa, CA 92626

Michael Jay Berger  
Law Offices of Michael Jay Berger  
9454 Wilshire Boulevard, 6th floor  
Beverly Hills, CA 90212

Alpha House Research  
2781 West Macarthur Blvd., Suite  
34  
Santa Ana, CA 92704

American Express  
P O Box 650448  
Dallas, TX 75265

Anthem Blue Cross  
P O Box 51011  
Los Angeles, CA 90051

California Bank and Trust  
Bankcard Center  
P O Box 30833  
Salt Lake City, UT 84130-0833

Capital One  
P O Box 60599  
City of Industry, CA 91716-0599

Franchise Tax Board  
c/o General Counsel Section  
P O Box 1720, MS: A-260  
Rancho Cordova, CA 95741-1720



Internal Revenue Service (IRS)  
P O Box 7346  
Philadelphia, PA 19101-7346

Martha Valentine  
c/o Gutride Safier LLP  
Seth A. Safier, Esq.  
100 Pine Street, Ste 1250  
San Francisco, CA 94111

Monumental  
5010 SE Foster Rd, #86352  
Portland, OR 97206

PHD Studios  
1968 Hutchins Circle  
Medford, OR 97504

Premeo Financial Corp  
P O Box 19367  
Kalamazoo, MI 49019

Retain Exchange Network, Inc.  
7071 Warner Ave., Ste #345  
Huntington Beach, CA 92647

Rob Wilsey Creative Partners LLC  
300 s. Raymond Ave., Ste 6  
Pasadena, CA 91105

Robinson Pharma  
3330 South Harbor Blvd.  
Santa Ana, CA 92704

Robinson Pharma, Inc.  
3330 South Harbor Blvd.  
Santa Ana, CA 92704

State Board of Equalization  
P.O. Box 942879  
Sacramento, CA 94279-8064

Steptoe & Johnson LLP  
633 West Fifth Street  
Los Angeles, CA 90071

Tatyana Shykal  
10625 Parrish St, Apt 223  
Matthews, NC 28105

Trojan Law Offices  
Red Fox Plaza  
9250 Wilshire Blvd., 325  
Beverly Hills, CA 90212

Uline  
P O Box 88741  
Chicago, IL 60680

Vitamins Online Inc.  
Edgar R. Cataxinos  
MAGLEBY CATAXINOS & GREENWOOD  
170 S MAIN ST STE 1100  
Salt Lake City, UT 84101

WORKMAN NYDEGGER  
60 E SOUTH TEMPLE STE 1000  
Salt Lake City, UT 84111